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HENG TAI CONSUMABLES GROUP LIMITED

亨泰消費品集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00197)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 NOVEMBER 2016

Reference is made to the circular of the Company dated 7 November 2016 (the “**Circular**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the proposed resolutions as set out in the notice convening the EGM (the “**EGM Notice**”) dated 7 November 2016 were duly passed as ordinary resolutions by the Shareholders and the Independent Shareholders (as the case may be) at the EGM held on 23 November 2016 by way of poll.

The poll results in respect of the resolutions as set out in the EGM Notice are as follows:

Ordinary resolutions	Number of votes cast (Approximate %)	
	FOR	AGAINST
1. To approve the Increase in Authorised Share Capital	379,866,597 (99.4729%)	2,012,896 (0.5271%)
2. To approve (i) the Rights Issue on the basis of one Rights Share for every one existing Share held on the Record Date; (ii) the Underwriting Agreement; and (iii) the transactions contemplated respectively thereunder	242,768,386 (99.3566%)	1,572,150 (0.6434%)

Note: Please refer to the EGM Notice for the full text of the above resolutions.

The Branch Share Registrar, Union Registrars Limited, acted as the scrutineer for the purpose of vote-taking at the EGM.

As at the date of the EGM, the number of issued Shares was 900,348,091 Shares, representing the total number of Shares entitling the holders to attend and vote for or against the resolution numbered 1 relating to the Increase in Authorised Share Capital at the EGM. None of the Shareholders are required to abstain from voting in favour of the resolution numbered 1 relating to the Increase in Authorised Share Capital.

The total number of Shares entitling the holders to attend and vote for or against the resolution numbered 2 relating to the Rights Issue at the EGM was 762,808,634 Shares. Mr. Lam and Ms. Lee and their respective associates, i.e. Best Global (holding 108,980,564 Shares, which represents 12.11% of the issued share capital of the Company as at the date of the EGM), and World Invest (holding 28,558,893 Shares, which represents approximately 3.17% of the issued share capital of the Company as at the date of the EGM) are required under the Listing Rules to abstain and have abstained from voting in favour of the resolution numbered 2 relating to the Rights Issue at the EGM. Save as disclosed, no other Shareholders were required under the Listing Rules to abstain from voting in favour of the resolution numbered 2 proposed at the EGM.

Every Shareholder present in person or by proxy has one vote for every Share of which he/she is the holder. There were no Shares entitling their holders to attend and vote only against the resolutions at the EGM.

As more than 50% of the votes were cast in favour of each of the above resolutions by the Shareholders and the Independent Shareholders (as the case maybe) who attended and voted at the EGM in person or by proxy or by corporate representatives by way of poll, these resolutions were passed as ordinary resolutions at the EGM.

INCREASE IN AUTHORISED SHARE CAPITAL

The Increase in Authorised Share Capital will become effective on 24 November 2016.

RIGHTS ISSUE

The Rights Issue will proceed in accordance with the revised expected timetable as set out in the announcement of the Company dated 18 November 2016.

Pursuant to the revised expected timetable:

- (a) the last day of dealings in the Shares on a cum-entitlement basis of the Rights Issue will be Monday, 5 December 2016;
- (b) the Shares will be dealt with on an ex-entitlement basis of the Rights Issue from Tuesday, 6 December 2016; and
- (c) it is expected that the Prospectus Documents will be despatched to the Qualifying Shareholders on Thursday, 15 December 2016.

WARNING OF THE RISKS OF DEALING IN THE SHARES

The Rights Issue is conditional upon, inter alia, the fulfilment of the Conditions Precedent. Therefore, the Rights Issue may or may not proceed.

Any dealing in the Shares (including the nil-paid Rights Shares) from the date of this announcement up to the date on which all the Conditions Precedent are fulfilled will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating dealings in the Shares (including the nil-paid Rights Shares) are recommended to consult their own professional advisers. Shareholders and potential investors of the Company should therefore exercise extreme caution when dealing in the Shares.

Any Shareholder or other person dealing in Shares (including the nil-paid Rights Shares) up to the date on which all conditions to which the Rights Issue is subject are fulfilled (which is expected to be at 4:00 p.m. on Wednesday, 4 January 2017), will accordingly bear the risk that the Rights Issue cannot become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares and/or nil-paid Rights Shares, who is in any doubt about their position, is recommended to consult their own professional advisers.

By order of the Board
Heng Tai Consumables Group Limited
Lam Kwok Hing
Chairman

Hong Kong, 23 November 2016

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Lam Kwok Hing (Chairman), Ms. Lee Choi Lin Joecy, Ms. Hung Sau Yung Rebecca and Ms. Gao Qin Jian; one non-executive director, namely Ms. Chan Yuk Foebe; and three independent non-executive directors, namely Mr. John Handley, Ms. Mak Yun Chu and Mr. Poon Yiu Cheung Newman.